

**NOTICE
58TH ANNUAL GENERAL MEETING
of the Arcadians Theatre Group
to be held at the
Miner's Lamp Theatre
141 Princes Highway Corrimal
Sunday 19 March 2023
3.30pm for a 4.00pm start**

Dear Member

You are invited to attend the 58th Annual General Meeting of the Arcadians Theatre Group. The Board of Directors look forward to your attendance at this meeting.

If you are unable to attend, please notify the Secretary **Kerrie Hartin on 0421 272608** or e-mail secretary@arcadians.org.au.

Notice of appointment of a Proxy to vote on your behalf must also be submitted in writing to the Secretary and signed by both you and your Proxy.

**All Membership Fees became due at the end of February.
Full Membership Fee is \$30**

**Membership renewals can be paid online by electronic transfer into
Arcadians bank account.**

Details are:

Account Name: Arcadians Theatre Group
BSB: 802 249
Account Number: 126437540
Reference Number: 141 Surname First Initial (eg, 141SmithJ)
E-mail EFT receipt to: secretary@arcadians.org.au

If you are unable to pay online, credit card facilities will be available prior to the commencement of the AGM. Cash will also be accepted.

Only current Full financial members are entitled to vote on business at the AGM and stand for positions on the Board of Directors.

In keeping with the amendments passed at the 2022 Annual General Meeting, nominations for the Board must be received in writing by the Secretary no less than three (3) days before the AGM (a Nomination form is included in this package) and the position of Vice President will now be an elected position.

The minutes from the 2022 AGM, the financial statement and reports are now available on the website (www.arcadians.org.au) for your perusal.

2023 ANNUAL GENERAL MEETING AGENDA

1. Members attending
2. Apologies
3. Minutes of the last Annual General Meeting held 27 March 2022
4. Annual Report by the Board of Directors
5. Auditor's Report and Treasurer's Statement
6. Special Business – amendments to the Memorandum and Articles of Association
(see below)
7. Election of Life Members
8. Election of Office Bearers and General Board Members for 2023
9. Appointment of Company Solicitor
10. Appointment of Company Auditor
11. General Business from the floor

Members are invited to stay for refreshments after the meeting.

Kind regards

**KERRIE HARTIN
SECRETARY**

**PROPOSED CHANGES TO THE ARTICLES OF ASSOCIATION TO COMPLY WITH
“REGISTER OF CULTURAL ORGANISATIONS (ROCO) GUIDE”**

Comment:

In order to maintain our status as a Deductible Gift Recipient (DGR) and continuance of our Register of Cultural Organisations (ROCO) status, we need to include specified paragraphs from the ROCO Guide relating to the maintenance of our Public Fund. The following insert should be placed in the Articles of Association in the “ACCOUNTS” heading starting at item 60. The remaining paragraph numbers in “AUDIT” heading will then need to be renumbered.

They are:

60. The Company will maintain a public fund. All tax deductible gifts and contributions the Company receives must be made to the public fund, and the public fund cannot receive any other money or property.
61. The public will be invited to contribute to the fund. The Company will actively encourage the public to donate to this fund.
62. Donations will be deposited into the public fund listed on the Register of Cultural Organisations. These monies will be kept separate from other funds of the Company and will only be used to further the principal purpose of the Company, i.e. To support the establishment of a theatre and/or theatre complex at Wollongong in the State of New South Wales for the benefit of the Community (MOA-Clause 2(a)), to foster and encourage the provision of live theatre in the Community (MOA – clause 2 (b)) and to promote the cultural activity of the Community (MOA – clause 2 (d)).
63. The fund will be administered by the Board of Directors, the majority of whom, because of their tenure of some public office or their professional standing, have an underlying community responsibility, as distinct from obligations solely in regard to the cultural objectives of the Arcadians Theatre Group. The Board of Directors may appoint additional individuals who are members of the Company to assist with the administration of the public fund.
64. No monies/assets in this fund will be distributed to members or office bearers of the Company, except as reimbursement of out-of-pocket expenses incurred on behalf of the fund or proper remuneration for administrative services.
65. The Department responsible for the administration of the Register of Cultural Organisations will be notified of any proposed amendments or alterations to provisions for the public fund, to assess the effect of any amendments on the public fund’s continuing Deductible Gift Recipient status.
66. Receipt for gifts to the public fund must state:
 - the name of the public fund and that the receipt is for a gift made to the public fund
 - the Australian Business Number of the Company

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- the fact that the receipt is for a gift, and
 - any other matter required to include on the receipt pursuant to the requirements of the *Income Tax Assessment Act 1997*.
67. If the Company is wound up or its endorsement as a deductible gift recipient is revoked (whichever occurs first), any surplus of assets shall be transferred to another organisation with similar objects, which is charitable at law, to which income tax deductible gifts can be made.
68. The Company will comply with any rules that the Treasury Minister and the Minister for the Arts make to ensure that gifts made to the public fund will only be used for the Company's principal purpose.
69. The Company will provide to the Department responsible for the administration of the Register of Cultural Organisations statistical information on gifts made to the public fund every 6 months.

Comment

At the 2022 AGM, we discussed making changes to how the Board was nominated. The amendment at the time of Nomination Forms being received by the Secretary three (3) days prior to the meeting was passed but there was a long discussion about receiving Nomination Forms earlier than 3 days.

The other suggestion was that if it were an even longer period, so we knew in advance who was standing, we could provide members with a short bio of each nominee prior to the AGM to help them with their voting choice.

Therefore, we now present an updated amendment to Clause 36. If these changes are approved by the members at the upcoming AGM, the changes will take effect at the 2024 AGM.

The current clause is as follows:

Clause 36

c. (i) Nominations for a position on the Board can be in writing submitted to the Secretary at least three (3) days prior to the scheduled Annual General Meeting on the prescribed form or from the floor at the Annual General Meeting in the situations described in 36.c.(vi). The purpose of a written nomination is for the nominated person to indicate their willingness to stand after due consideration.

The proposed amendment is:

Clause 36

c. (i) Nominations for a position on the Board can be in writing submitted to the Secretary at least ten (10) days prior to the scheduled Annual General Meeting on the prescribed form or from the floor at the Annual General Meeting in the situations described in 36.c.(vi). The purpose of a written nomination is for the nominated person to indicate their willingness to stand after due consideration. Nominees should provide a short biography describing their experience and a photograph which will be circulated to the membership prior to the Annual General Meeting.